

Howard S. Beltzer  
MORGAN, LEWIS & BOCKIUS LLP  
101 Park Avenue  
New York, NY 10178  
Tel: (212) 309-6000  
Fax: (212) 309-6001

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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<b>In re:</b>	:
	:
	<b>Chapter 11</b>
<b>MOTORS LIQUIDATION COMPANY, <u>et al.</u>,</b>	:
<b>f/k/a General Motors Corp., <u>et al.</u>,</b>	:
	<b>Case No. 09-50026 (REG)</b>
	:
<b>Debtors.</b>	:
	<b>(Jointly Administered)</b>
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**VERIFIED STATEMENT OF MORGAN, LEWIS & BOCKIUS LLP PURSUANT  
TO RULE 2019 OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE**

Howard S. Beltzer, on behalf of Morgan, Lewis & Bockius LLP ("Morgan Lewis"), in connection with the above-captioned debtors and debtors in possession (collectively, the "Debtors"), hereby submits this Verified Statement Pursuant to Rule 2019 of the Federal Rules of Bankruptcy Procedure (the "Verified Statement") and represents as follows:

1. Morgan Lewis is counsel to the entities listed on Exhibit 1 hereto (collectively, the "Entities").
2. Each of the Entities may hold claims against and/or interests in the Debtors arising out of agreements, law or equity pursuant to its respective relationship with the Debtors. The amounts of the claims held by each of the Entities have not yet been determined.
3. The following are the facts and circumstances in connection with Morgan Lewis's employment in these cases: each of the Entities separately requested that Morgan Lewis

represent them in connection with the Debtors' Chapter 11 cases. Morgan Lewis may undertake additional representations of other parties in interest, and to the extent Morgan Lewis does so, this Verified Statement will be amended as appropriate.

4. Morgan Lewis has filed a proof of claim in the Debtors' Chapter 11 cases in the amount of \$31,560.71 for legal services rendered to General Motors Corp. pre-petition.<sup>1</sup>

5. Neither this Verified Statement nor the filing of this Verified Statement shall constitute an appearance by any of the Entities,<sup>2</sup> nor have any of the Entities submitted to the jurisdiction of this Court by this submission.

6. The undersigned certifies that this statement is true and accurate, to the best of his knowledge and belief. Morgan Lewis reserves the right to revise and supplement this Verified Statement as appropriate.

Dated: New York, New York  
July 21, 2009

**MORGAN, LEWIS & BOCKIUS LLP**

By: /s/ Howard S. Beltzer  
Howard S. Beltzer

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<sup>1</sup> Additionally, certain members of Morgan Lewis, in their individual capacities, also hold claims against and/or equity interests in the Debtors.

<sup>2</sup> Several of the Entities have filed notices of appearance and/or pleadings in the Debtors' Chapter 11 Cases.